

LaMonica Herbst & Maniscalco, LLP  
3305 Jerusalem Avenue  
Wantagh, New York 11793  
516.826.6500

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF NEW YORK

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In re:

Chapter 11  
Case No.

VISITING NURSE ASSOCIATION OF  
LONG ISLAND, INC.,

Debtor.

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**CORPORATE RESOLUTION**

I, Edward Simmons, Chair of the Board of Directors of the above-captioned New York not-for-profit corporation (the "Corporation") does hereby certify that the following resolution was unanimously adopted on date June 9, 2015:

"RESOLVED, that by reason of the Corporation being unable to pay its debts as they mature, it is deemed expedient, necessary and in the best interests of the Corporation, and its creditors, that the Corporation seek relief under Title 11 of the United States Code from such circumstance and condition, and that the Corporation, acting by its CEO, is hereby authorized, empowered and directed, subject to the provisions of the Corporation's Articles of Incorporation and/or By-Laws to institute a proceeding pursuant to Title 11, United States Code (Chapter 11 of the Bankruptcy Code), and to retain the law firm of LaMonica Herbst & Maniscalco, 3305 Jerusalem Avenue, Wantagh, New York 11793, as counsel for the Corporation in such proceedings, and to prepare, execute and deliver, in the name of the Corporation, or cause to be prepared, executed and delivered in its name, any and all petitions, pleadings, schedules, financial statements, affidavits, proposals, plans, arrangements, agreements or instruments whatsoever, and make do and perform any and all other things whatsoever, all upon such terms and conditions deemed necessary, proper or appropriate in the discretion of the foregoing officer or officers to accomplish the foregoing purposes."

IN WITNESS WHEREOF, I have hereunto set my hand and seal of the Corporation this 9<sup>th</sup> day of June 2015.

**Visiting Nurse Association of Long Island, Inc.**

By: s/ Edward Simmons  
Edward Simmons  
Chair of the Board of Directors

Sworn to before me this  
9<sup>th</sup> day of June 2015

s/ Connie A. Raffa  
Connie A. Raffa  
Notary Public, State of New York  
Qualified in New York County  
No. 02RA5081114; Commission Expires 12/27/2015